

Exhibit C
(Proposed Order)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(RICHMOND DIVISION)**

In Re:

CIRCUIT CITY STORES, INC., et al.,

Debtors.

Chapter 11

Case No. 08-35653-KRH

Jointly Administered

**PROPOSED ORDER GRANTING
MOTION FOR ADMISSION OF FOREIGN ATTORNEYS**

Lender Trusts and on behalf of KeyBank National Association (collectively “**Key**”), successor to Capmark Finance Inc. as special servicer for the Lender Trusts, by counsel, George E. Kostel of Polsinelli PC (“**Movant**”), pursuant to Local Rule 2090-1(E)(2), hereby move for the admission of foreign attorneys, James E. Bird and Andrew Nazar of Polsinelli PC, 900 West 48th Place, Suite 900, Kansas City, Missouri 64112;

It appearing that the relief requested is in the best interest of the parties; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED as follows:

1. The Motion is GRANTED.
2. James E. Bird and Andrew Nazar are authorized to appear *pro hac vice* in the above-referenced proceeding on behalf of the Lender Trusts and Key pursuant to Local Bankruptcy Rule 2090-1(E)(2).

Date: _____

Hon. Kevin R. Huennekens
United States Bankruptcy Court Judge
Entered on Docket: _____

We ask for this:

POLSINELLI PC

/s/ George E. Kostel

George E. Kostel
1401 Eye Street, NW, Suite 800
Washington, DC 20005
Virginia State Bar No. 34757
Phone: (202) 626-8316
Fax: (202) 783-3535
gstel@polsinelli.com

and

James E. Bird
Andrew Nazar
900 West 48th Place, Suite 900
Kansas City, Missouri 64112
Telephone: (816) 753-1000
Facsimile: (816) 753-1536
jbird@polsinelli.com
anazar@polsinelli.com

Local Rule 9022-1(C) Certification

The foregoing Order was endorsed by and/or served upon all necessary parties pursuant to Local Rule 9022-1(C).

/s/ George E. Kostel

George E. Kostel

PARTIES TO RECEIVE COPIES:

Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Boulevard
13th Floor
Los Angeles, California 90067

Robert J. Feinstein, Esq.
John A. Morris, Esq.
PACHULSKI STANG ZIEHL & JONES LLP
780 Third Avenue, 36th Floor
New York, New York 10017

Debtor Designee
Bruce H. Besanko
8788 Flesher Circle
Eden Prairie, MN 55347

Daniel F. Blanks
Nelson Mullins Riley & Scarborough LLP
50 N. Laura Street, Suite 2850
Jacksonville, FL 32202

Douglas M. Foley
McGuireWoods LLP
2001 K Street, N.W., Suite 400
Washington, DC 20006

John Leininger
Bryan Cave LLP
JP Morgan Chase Tower
2200 Ross Ave., Suite 3300
Dallas, TX 75201-7965

Lynn T. Tavenner, Esq.
Paula S. Beran, Esq.
TAVENNER & BERAN, PLC
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219

Cred. Comm. Chair
Donahue Schriber Realty Group, L.P.
c/o Nancy Hotchkiss
Trainor Fairbrook
980 Fulton Avenue
Sacramento, CA 95825

U.S. Trustee
Judy A. Robbins, 11
Robert B. Van Arsdale
Office of the U.S. Trustee - Region 4 -R
701 E. Broad Street, Suite 4304
Richmond, VA 23219

Sarah Beckett Boehm
McGuireWoods LLP
Gateway Plaza
800 East Canal Street
Richmond, VA 23219

Dion W. Hayes
McGuireWoods LLP
One James Center, 901 E. Cary St.
Richmond, VA 23219

Joseph S. Sheerin
McGuire Woods LLP
One James Center
901 East Cary Street
Richmond, VA 23219